

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM837976

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of Montreal, as administrative agent		09/05/2023	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	CB Neptune Holdings, LLC		
Street Address:	545 Washington Blvd., 8th Floor		
City:	Jersey City		
State/Country:	NEW JERSEY		
Postal Code:	07310		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 41			
Property Type	Number	Word Mark	
Registration Number:	2901602	CARTS	
Registration Number:	1667820	CARTS	
Registration Number:	3449091	DIRECT2CARD	
Registration Number:	2202280	NEW YEAR NEW YOU	
Registration Number:	3827755	NEW YEAR, NEW YOU	
Registration Number:	2997875	NEWS AMERICA MARKETING	
Registration Number:	2023543	PRICE FEATURE PLUS	
Registration Number:	1679615	SHELFTAKE ONE	
Registration Number:	2930557	SHELFTALK	
Registration Number:	2879339	SHELFTALK	
Registration Number:	3973503	SHELFVISION VIDEO	
Registration Number:	3291419	SHORTCUTS	
Registration Number:	2582589	SMART MATRIX	
Registration Number:	2186735	SMARTSOURCE	
Registration Number:	4142610	SMARTSOURCE	
Registration Number:	2554497	SMARTSOURCE	
Registration Number:	4146264	SMARTSOURCE	
Registration Number:	5114286	SMARTSOURCE	
Registration Number:	2318250	SMARTSOURCE	
		TRADEMARK	

CH \$1040.00 2901602

Property Type	Number	Word Mark
Registration Number:	2908548	SMARTSOURCE BIG GAME EXTRAVAGANZA
Registration Number:	2608682	SMARTSOURCE COUPON MACHINE
Registration Number:	2877531	SMARTSOURCE COUPON MACHINE
Registration Number:	2508085	SMARTSOURCE DIRECT
Registration Number:	2874691	SMARTSOURCE FLOORTALK
Registration Number:	3519828	SMARTSOURCE FLOORTALK
Registration Number:	3884091	SMARTSOURCE HEART SMART
Registration Number:	2319422	SMARTSOURCE MAGAZINE
Registration Number:	4087120	SMARTSOURCE PRICE POP GUARANTEED
Registration Number:	3909128	SMARTSOURCE PRICE POP GUARANTEED
Registration Number:	2904795	SMARTSOURCE SHELFTAKE ONE
Registration Number:	2879355	SMARTSOURCE SHELFTAKE ONE
Registration Number:	3027817	SMARTSOURCE SHELFTALK BANNER
Registration Number:	3137928	SMARTSOURCE SHELFTALK BANNER
Registration Number:	2736898	SMARTSOURCE SHOWCASE
Registration Number:	2643018	SMARTSOURCE.COM
Registration Number:	2901613	SSCM SMARTWRAP
Registration Number:	3952459	WE HAVE SOMETHING IN STORE FOR YOUR BRAN
Registration Number:	4843673	51
Registration Number:	5825239	CHECKOUT 51
Registration Number:	3810840	BACK TO SCHOOL BACK TO SAVINGS
Registration Number:	3630701	BACK TO SCHOOL BACK TO SAVINGS

CORRESPONDENCE DATA

Fax Number: 6172359493

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-841-0406

Email: melissa.karasavidis@ropesgray.com

Correspondent Name: Melissa Karasavidis, Ropes & Gray LLP

Address Line 1: 1211 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036-8704

ATTORNEY DOCKET NUMBER:	CCPL-137
NAME OF SUBMITTER:	Melissa Karasavidis
SIGNATURE:	/Melissa Karasavidis/
DATE SIGNED:	09/08/2023

Total Attachments: 11

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Termination and Release”), dated as of September 5, 2023, is made by Bank of Montreal, as administrative agent for the Secured Parties (in such capacity, including any successors thereto, the “Grantee”).

WITNESSETH:

WHEREAS, pursuant to the Credit Agreement, dated as of July 1, 2020 (as amended by that certain First Amendment to Credit Agreement, dated as of December 2, 2022, and as further amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), by and between, among others, CB Neptune Holdings, LLC, a Delaware limited liability company (the “Grantor”), the Lenders from time to time party thereto and the Grantee, the Lenders have severally agreed to make extensions of credit to the Borrowers upon the terms and subject to the conditions set forth therein;

WHEREAS, pursuant to the Trademark Security Agreement, dated as of July 1, 2020 (the “Trademark Security Agreement”), a security interest (collectively, the “Security Interest”) was granted by the Grantor to the Grantee in certain collateral, including the Collateral;

WHEREAS, the Trademark Security Agreement was submitted for recording with the United States Patent and Trademark Office on July 2, 2020 at Reel/Frame 6985/0913; and

WHEREAS, the Grantee now desires to terminate and release the entirety of its Security Interest in the Collateral, including those trademarks listed on Schedule 1 hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Grantee hereby agrees as follows:


1. Definitions. Capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement or the Credit Agreement, as applicable.
2. Release of Security Interest. The Grantee, without representation, warranty or recourse, hereby terminates, releases and discharges any and all Security Interest in the Collateral, and any right, title or interest of the Grantee in such Collateral shall hereby cease and become void.
3. Recordation. The Grantee authorizes the Grantor and its designees to record this Termination and Release with the United States Patent and Trademark Office or any other applicable governmental authority at the Grantor’s expense.
4. Further Assurances. The Grantee, at the Grantor’s expense, hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the security interest release contemplated herein.

5. Governing Law. THIS TERMINATION AND RELEASE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Termination and Release of Security Interest in Trademarks to be duly executed and delivered as of the date first written above.

BANK OF MONTREAL, as Grantee

By: 
Name: Lauren Wittert
Title: Vice President

[Signature Page to Termination and Release of Security Interest in Trademarks]

TRADEMARK
REEL: 008192 FRAME: 0556

Schedule I

Trademarks

<u>Company</u>	<u>Trademark</u>	<u>Registration / Application No.</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Owned / Licensed</u>
CB Neptune Holdings, LLC	SHELFVISION	727634 (Australia)	Feb. 12, 1997	Active	Owned
CB Neptune Holdings, LLC	AD TROLLEY; AD TROLLEYS (Series)	137837 (New Zealand)	April 7, 1994	Active	Owned
CB Neptune Holdings, LLC	AD TROLLEYS	727635 (Australia)	May 25, 1999	Active	Owned
CB Neptune Holdings, LLC	AISLEVISION	1889367 (Canada)	March 21, 2018 ¹	Active	Owned
CB Neptune Holdings, LLC	CARTS	239336 (Colombia)	July 18, 2001	Active	Owned
CB Neptune Holdings, LLC	CARTS	2,901,602 (USA)	November 9, 2004	Active	Owned
CB Neptune Holdings, LLC	CARTS	1,667,820 (USA)	December 10, 1991	Active	Owned
CB Neptune Holdings, LLC	DIRECT2CARD	3,449,091 (USA)	June 17, 2008	Active	Owned
CB Neptune Holdings, LLC	FLOOR MEDIA; FLOOR MEDIA	274745 (New Zealand)	September 9, 1997	Active	Owned
CB Neptune Holdings, LLC	FLOORTALK; FLOOR TALK	725345 (New Zealand)	December 8, 2005	Active	Owned
CB Neptune Holdings, LLC	ICM	248598 (Colombia)	February 6, 2002	Active	Owned
CB Neptune Holdings, LLC	INFOPRODUCE	P-237691 (Venezuela)	June 28, 2002	Active	Owned
CB Neptune Holdings, LLC	INFOPRODUCE	S-019400 (Venezuela)	June 28, 2002	Active	Owned
CB Neptune Holdings, LLC	INFOSHELF & DESIGN	677199 (Australia)	November 6, 1995	Active	Owned

¹ Trademark Application Pending

<u>Company</u>	<u>Trademark</u>	<u>Registration / Application No.</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Owned / Licensed</u>
CB Neptune Holdings, LLC	INSTANT COUPON MACHINE	1996/00261 (South Africa)	December 11, 1998	Active	Owned
CB Neptune Holdings, LLC	L'ECONOMACHINE	TMA422589 (Canada)	January 28, 1994	Active	Owned
CB Neptune Holdings, LLC	NEW YEAR NEW YOU	2,202,280 (USA)	November 3, 1998	Active	Owned
CB Neptune Holdings, LLC	NEW YEAR NEW YOU	3,827,755 (USA)	August 3, 2010	Active	Owned
CB Neptune Holdings, LLC	NEWS AMERICA MARKETING	2,997,875 (USA)	September 20, 2005	Active	Owned
CB Neptune Holdings, LLC	PLAN AND SAVE	TMA459806 (Canada)	June 21, 1996	Active	Owned
CB Neptune Holdings, LLC	PRICE FEATURE PLUS	TMA491823 (Canada)	March 23, 1998	Active	Owned
CB Neptune Holdings, LLC	PRICE FEATURE PLUS	2,023,543 (USA)	December 17, 1996	Active	Owned
CB Neptune Holdings, LLC	SHELF VISION	205649 (New Zealand)	June 27, 1994	Active	Owned
CB Neptune Holdings, LLC	SHELLTAKE ONE	1,679,615 (USA)	March 17, 1992	Active	Owned
CB Neptune Holdings, LLC	SHELLTAKE ONE	S-019399 (Venezuela)	June 28, 2002	Active	Owned
CB Neptune Holdings, LLC	SHELLTALK	111881 (Israel)	February 7, 1999	Active	Owned
CB Neptune Holdings, LLC	SHELLTALK	S00038813 (Peru)	July 25, 2005	Active	Owned
CB Neptune Holdings, LLC	SHELLTALK	2,930,557 (USA)	March 8, 2005	Active	Owned
CB Neptune Holdings, LLC	SHELLTALK	2,879,339 (USA)	August 31, 2004	Active	Owned
CB Neptune Holdings, LLC	SHELLTALK	S-019401 (Venezuela)	June 28, 2002	Active	Owned

<u>Company</u>	<u>Trademark</u>	<u>Registration / Application No.</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Owned / Licensed</u>
CB Neptune Holdings, LLC	SHELF TALK; SHELF TALK	725344	October 6, 2005	Active	Owned
CB Neptune Holdings, LLC	SHELFVISION	TMA364690 (Canada)	October 6, 2005	Active	Owned
CB Neptune Holdings, LLC	SHELFVISION VIDEO	3,973,503 (USA)	June 7, 2011	Active	Owned
CB Neptune Holdings, LLC	SHORTCUTS	TMA838945 (Canada)	December 21, 2012	Active	Owned
CB Neptune Holdings, LLC	SHORTCUTS	3,291,419 (USA)	September 11, 2007	Active	Owned
CB Neptune Holdings, LLC	SMART MATRIX	2,582,589 (USA)	June 18, 2002	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	98 712 896 (France)	June 17, 1998	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	209626 (Ireland)	May 22, 1998	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	1998/08756 (South Africa)	September 3, 2001	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	1998/08757 (South Africa)	November 5, 2002	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	2152968 (UK)	December 19, 1997	Active	Owned
CB Neptune Holdings, LLC	SMARTSHELF	TMA433348 (Canada)	September 16, 1994	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	TMA539813 (Canada)	January 17, 2001	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	TMA652565 (Canada)	November 10, 2005	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	1,887,545 (Mexico)	May 24, 2018	Active	Owned

<u>Company</u>	<u>Trademark</u>	<u>Registration / Application No.</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Owned / Licensed</u>
CB Neptune Holdings, LLC	SMART SOURCE	1,887,546 (Mexico)	May 24, 2018	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	2,186,735 (USA)	September 1, 1998	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	4,142,610 (USA)	May 15, 2012	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	2,554,497 (USA)	April 2, 2002	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	4,146,264 (USA)	May 22, 2012	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	5,114,286 (USA)	January 3, 2017	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	2,318,250 (USA)	February 15, 2000	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE BIG GAME EXTRAVAGANZA	2,908,548 (USA)	December 7, 2004	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE CARTS	TMA691418 (Canada)	July 5, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE COUPON MACHINE	TMA691492 (Canada)	July 6, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE COUPON MACHINE	2,608,682 (USA)	August 20, 2002	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE COUPON MACHINE	2,877,531 (USA)	August 24, 2002	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE DIRECT	2,508,085 (USA)	November 13, 2001	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE FLOORTALK	TMA682294 (Canada)	February 23, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE FLOORTALK	2,874,691 (USA)	August 17, 2004	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE FLOORTALK	3,519,828 (USA)	October 21, 2008	Active	Owned

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CB Neptune Holdings, LLC	SMARTSOURCE FREEZERTALK	TMA682292 (Canada)	February 23, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE HEART SMART	3,884,091 (USA)	November 30, 2010	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE INSIDE	TMA770001 (Canada)	June 17, 2010	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE MAGAZINE	2,319,422 (USA)	February 15, 2000	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE PRICE POP GUARANTEED	4,087,120 (USA)	January 17, 2012	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE PRICE POP GUARANTEED	3,909,128 (USA)	January 18, 2011	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE PRICE POP GUARANTEED	TMA691417 (Canada)	July 5, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHELFTAKE ONE	2,904,795 (USA)	November 23, 2004	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHELFTAKE ONE	2,879,355 (USA)	August 31, 2004	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHELFTAKE ONE	TMA694319 (Canada)	August 20, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHELFTALK BANNER	3,027,817 (USA)	December 13, 2005	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHELFTALK BANNER	3,137,928 (USA)	September 5, 2006	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHELFTALK BANNER	TMA686650 (Canada)	April 26, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHOWCASE	TMA683471 (Canada)	March 13, 2007	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE SHOWCASE	2,736,898 (USA)	July 15, 2003	Active	Owned

<u>Company</u>	<u>Trademark</u>	<u>Registration / Application No.</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Owned / Licensed</u>
CB Neptune Holdings, LLC	SMARTSOURCE.COM	2,643,018 (USA)	October 29, 2002	Active	Owned
CB Neptune Holdings, LLC	SMARTSOURCE; SMART SOURCE	658594 (New Zealand)	November 3, 2003	Active	Owned
CB Neptune Holdings, LLC	SSCM SMARTWRAP	TMA682190 (Canada)	February 23, 2007	Active	Owned
CB Neptune Holdings, LLC	SSCM SMARTWRAP	2,901,613 (USA)	November 9, 2004	Active	Owned
CB Neptune Holdings, LLC	TAKE ONE	281893 (New Zealand)	December 9, 2002	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE	TMA577568 (Canada)	March 19, 2003	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE COQUILLE ECONOMACHINE	TMA683485 (Canada)	March 13, 2007	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE ECONOMACHINE	TMA683486 (Canada)	March 13, 2007	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE PROMO TABLETTES	TMA691416 (Canada)	July 5, 2007	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE PUB CHARIOTS	TMA689654 (Canada)	June 13, 2007	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE PUB FRIGO	TMA691493 (Canada)	July 6, 2007	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE PUB PLANCHER	TMA689656 (Canada)	June 13, 2007	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE PUB POP-UP	TMA689655 (Canada)	June 13, 2007	Active	Owned

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CB Neptune Holdings, LLC	UTILISOURCE PUB SIGNET	1921166 (Canada)	September 20, 2018	Active	Owned
CB Neptune Holdings, LLC	UTILISOURCE PUB TABLETTES	TMA689657 (Canada)	June 13, 2007	Active	Owned
CB Neptune Holdings, LLC	WE HAVE SOMETHING IN STORE FOR YOUR BRAND!	3,952,459 (USA)	April 26, 2011	Active	Owned
CB Neptune Holdings, LLC	ACTMEDIA	731967 (Australia)	November 28, 1997	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	752460 (Australia)	January 9, 1998	Active	Owned
CB Neptune Holdings, LLC	SMART SOURCE	286125 (New Zealand)	June 17, 1998	Active	Owned
CB Neptune Holdings, LLC	51 (Stylized and/or with Design)	TMA907184 (Canada)	June 25, 2015	Active	Owned
CB Neptune Holdings, LLC	51 (Stylized and/or with Design)	4,843,673	November 3, 2015	Active	Owned
CB Neptune Holdings, LLC	CHECKOUT 51	1,930,462	November 14, 2018	Active	Owned

<u>Company</u>	<u>Trademark</u>	<u>Registration / Application No.</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Owned / Licensed</u>
CB Neptune Holdings, LLC	CHECKOUT 51	5,825,239	August 6, 2019	Active	Owned
CB Neptune Holdings, LLC	BACK TO SCHOOL BACK TO SAVINGS & Design	3,810,840	June 29, 2010	Active	Owned
CB Neptune Holdings, LLC	BACK TO SCHOOL BACK TO SAVINGS & Design Revised	3,630,701	June 2, 2009	Active	Owned

TRADEMARK

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RECORDED: 09/08/2023